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## Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Department of the Treasury  
Internal Revenue Service

- Do not enter Social Security numbers on this form as it may be made public.
- Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No. 1545-0052

NOV 12 2014

OGDEN, UT

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

8/1/2013

, and ending

7/31/2014

Name of foundation

TW SIDNEY J HARRIS

Number and street (or P O box number if mail is not delivered to street address)

Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

Room/suite

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/county

Foreign postal code

## G Check all that apply

- Initial return
- Initial return of a former public charity
- Final return
- Amended return
- Address change
- Name change

H Check type of organization  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at  
end of year (from Part II, col (c),  
line 16) ► \$ 1,963,000J Accounting method.  Cash  Accrual  
 Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis)

A Employer identification number

22-6455160

B Telephone number (see instructions)

(888) 730-4933

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test,  
check here and attach computation ► E If private foundation status was terminated under  
section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses (The total of  
amounts in columns (b), (c), and (d) may not necessarily  
equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	38,538	37,406		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	42,682			
b Gross sales price for all assets on line 6a	637,423			
7 Capital gain net income (from Part IV, line 2)		42,682		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	81,220	80,088	0	
13 Compensation of officers, directors, trustees, etc	29,299	21,974		7,325
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,918			1,918
c Other professional fees (attach schedule)	1,784			1,784
17 Interest				
18 Taxes (attach schedule) (see instructions)	2,076	442		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses.				
Add lines 13 through 23	35,077	22,416	0	11,027
25 Contributions, gifts, grants paid	78,500			78,500
26 Total expenses and disbursements. Add lines 24 and 25	113,577	22,416	0	89,527
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-32,357			
b Net investment income (if negative, enter -0-)		57,672		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2013)

b  
Re  
fCOMPUTER DATE  
NOV 07 2013

SCANNED NOV 10 2014

<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	<b>Beginning of year</b>	<b>End of year</b>	
			<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	62,672	88,265	88,265
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,669,041	1,610,790	1,874,735
	14	Land, buildings, and equipment basis ►			
		Less. accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ► )			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item l)	1,731,713	1,699,055	1,963,000
<b>Liabilities</b>	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► )			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,731,713	1,699,055	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see instructions)	1,731,713	1,699,055	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	1,731,713	1,699,055	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,731,713
2	Enter amount from Part I, line 27a	2	-32,357
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	1,699,356
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	301
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,699,055

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> See Attached Statement					
<b>b</b> See Attached Statement					
<b>c</b> See Attached Statement					
<b>d</b> See Attached Statement					
<b>e</b> See Attached Statement					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
<b>a</b>			0		
<b>b</b>			0		
<b>c</b>			0		
<b>d</b>			0		
<b>e</b>			0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>			0		
<b>b</b>			0		
<b>c</b>			0		
<b>d</b>			0		
<b>e</b>			0		
<b>2</b> Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		<b>2</b>	42,682	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			<b>3</b>	0	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part**1** Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	72,461	1,842,398	0.039330
2011	98,303	1,786,933	0.055012
2010	78,622	1,880,308	0.041813
2009	87,113	1,720,825	0.050623
2008	96,788	1,509,261	0.064129

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.250907
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.050181
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	<b>4</b>	1,915,868
<b>5</b> Multiply line 4 by line 3	<b>5</b>	96,140
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	577
<b>7</b> Add lines 5 and 6	<b>7</b>	96,717
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	89,527

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1.  
Date of ruling or determination letter \_\_\_\_\_ (attach copy of letter if necessary—see instructions)

1 1,153

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

2 0

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)

3 1,153

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments

a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 967
b Exempt foreign organizations—tax withheld at source	6b
c Tax paid with application for extension of time to file (Form 8868)	6c
d Backup withholding erroneously withheld	6d

7 Total credits and payments. Add lines 6a through 6d

7 967

8 Enter any penalty for underpayment of estimated tax Check here  if Form 2220 is attached

8

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9 186

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 0

11 Enter the amount of line 10 to be Credited to 2014 estimated tax ► Refunded ►

11 0

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a Yes X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1b Yes X

c Did the foundation file Form 1120-POL for this year?

1c Yes X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
(1) On the foundation ► \$ \_\_\_\_\_ (2) On foundation managers. ► \$ \_\_\_\_\_

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ \_\_\_\_\_

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  
If "Yes," attach a detailed description of the activities

2 Yes X

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3 Yes X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a Yes X

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
If "Yes," attach the statement required by General Instruction T

5 Yes X

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6 Yes X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV

7 Yes X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

NJ

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

8b Yes X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV

9 Yes X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10 Yes X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N.A. Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	Telephone no ► 888-730-4933 ZIP+4 ► 27101-3818	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes No X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC 27201	TRUSTEE	4.00	29,299	
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**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
-----				
-----				
-----				
-----				
-----				

Total number of other employees paid over \$50,000

►

0

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

**Total number of others receiving over \$50,000 for professional services**

**Part IX-A      Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	NONE	
2		
3		
4		

**Part IX-B      Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
<b>1</b>	<b>NONE</b>	
	.....	
<b>2</b>		
	.....	
	.....	
All other program-related investments See instructions		
<b>3</b>	<b>NONE</b>	
	.....	
<b>Total. Add lines 1 through 3</b>		0

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,877,123
b	Average of monthly cash balances	1b	67,921
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,945,044
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,945,044
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	29,176
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,915,868
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	95,793

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part )

1	Minimum investment return from Part X, line 6	1	95,793
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,153
b	Income tax for 2013. (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	1,153
3	Distributable amount before adjustments Subtract line 2c from line 1	3	94,640
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	94,640
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	94,640

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	89,527
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the.	3b	
a	Suitability test (prior IRS approval required)	4	89,527
b	Cash distribution test (attach the required schedule)	5	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	89,527
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)		
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				94,640
2 Undistributed income, if any, as of the end of 2013			31,741	
a Enter amount for 2012 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ 89,527			31,741	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				57,786
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0	0	0	36,854
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

<b>Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)</b>					<b>N/A</b>
<b>1a</b>	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ►				
<b>b</b>	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
<b>2a</b>	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
<b>b</b>	85% of line 2a				0
<b>c</b>	Qualifying distributions from Part XII, line 4 for each year listed				0
<b>d</b>	Amounts included in line 2c not used directly for active conduct of exempt activities				0
<b>e</b>	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
<b>3</b>	Complete 3a, b, or c for the alternative test relied upon				
<b>a</b>	"Assets" alternative test—enter:				
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
<b>b</b>	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
<b>c</b>	"Support" alternative test—enter:				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)

**NONE**

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

**NONE**

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ►  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<i>a Paid during the year</i>				
See Attached Statement				
<b>Total</b>			► 3a	78,500
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	<b>Program service revenue:</b>					
a						
b						
c						
d						
e						
f						
<b>g</b>	<b>Fees and contracts from government agencies</b>					
<b>2</b>	<b>Membership dues and assessments</b>					
<b>3</b>	<b>Interest on savings and temporary cash investments</b>					
<b>4</b>	<b>Dividends and interest from securities</b>					
<b>5</b>	<b>Net rental income or (loss) from real estate:</b>					
a	Debt-financed property					
b	Not debt-financed property					
<b>6</b>	<b>Net rental income or (loss) from personal property</b>					
<b>7</b>	<b>Other investment income</b>					
<b>8</b>	<b>Gain or (loss) from sales of assets other than inventory</b>					
<b>9</b>	<b>Net income or (loss) from special events</b>					
<b>10</b>	<b>Gross profit or (loss) from sales of inventory</b>					
<b>11</b>	<b>Other revenue</b> a					
b						
c						
d						
e						
<b>12</b>	<b>Subtotal Add columns (b), (d), and (e)</b>		0		81,220	0
<b>13</b>	<b>Total. Add line 12, columns (b), (d), and (e)</b>		13		81,220	0

(See worksheet in line 13 instructions to verify calculations )

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )
Not Applicable	

**Part XVII** **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

(1) Cash . . . . .  
(2) Other assets . . . . .

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization . . . . .  
(2) Purchases of assets from a noncharitable exempt organization . . . . .  
(3) Rental of facilities, equipment, or other assets . . . . .  
(4) Reimbursement arrangements . . . . .  
(5) Loans or loan guarantees . . . . .  
(6) Performance of services or membership or fundraising solicitations . . . . .

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . .  Yes  No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

<p>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.</p>		
<p><b>Sign Here</b></p>	 John N. Schmitz, SVP Wells Fargo Bank N.A.	11/6/2014
Signature of officer or trustee		Date
		Title
<p>May the IRS discuss this return with the preparer shown below (see instructions)?</p>		
<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>JOSEPH J. CASTRIANO</b>	Preparer's signature 	Date <b>11/6/2014</b>	Check <input checked="" type="checkbox"/> if self-employed	PTIN <b>P01251603</b>
	Firm's name ► <b>PricewaterhouseCoopers, LLP</b>	Firm's EIN ► <b>13-4008324</b>			
	Firm's address ► <b>600 GRANT STREET, PITTSBURGH, PA 15219-2777</b>	Phone no	<b>412-355-6000</b>		

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year**

SUMMIT SPEECH SCHOOL

**Street**

705 CENTRAL AVE

City NEW PROVIDENCE	State NJ	Zip Code 07974	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
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**Name**

ALZHEIMER'S ASSOCIATION - NJ CHAPTER

**Street**

400 MORRIS AVENUE

City DENVILLE	State NJ	Zip Code 07834	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
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**Name**

HOSPITAL AT RAHWAY FOUNDATION

**Street**

865 STONE ST

City RAHWAY	State NJ	Zip Code 07065	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 15,000
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**Name**

DEBORAH HOSPITAL FOUNDATION

**Street**

20 PINE MILLS ROAD

City BROWN MILLS	State NJ	Zip Code 08015	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
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**Name**

JOHN F. KENNEDY MEDICAL CENTER

**Street**

65 JAMES STREET

City EDISON	State NJ	Zip Code 08820	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 10,000
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**Name**

JEWISH RENAISSANCE MEDICAL CENTER INC

**Street**

275 HOBART ST

City PERTH AMBOY	State NJ	Zip Code 08861	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 10,000
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**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name

JEWISH FAMILY &amp; VOCATIONAL SERVICE OF MIDDLESEX COUNTY INC

Street

32 FORD AVE # 2

City MILLTOWN	State NJ	Zip Code 08850	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 15,000
--	------------------

Name

HEALTHY ACTIVE RESPONSIBLE KIDS

Street

5 PIROZZI LN

City HILLSBOROUGH	State NJ	Zip Code 08844-1309	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
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Name

CENTRAL NEW JERSEY COUNCIL, BOY SCOUTS OF AMERICA

Street

2245 US HIGHWAY 130S, SUITE 106

City DAYTON	State NJ	Zip Code 08810-2420	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 3,500
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Name

ANSHE EMETH COMMUNITY DEVELOPMENT CORP OF CENTRAL JERSEY INC

Street

222 LIVINGSTON AVE

City NEW BRUNSWICK	State NJ	Zip Code 08901-3061	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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**Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory**

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Depreciation	Adjustments	Totals		Cost, Other Basis and Expenses		Net Gain or Loss	
													Capital Gains/Losses Other sales	Gross Sales	637,423	0	Expense or Sale and Cost of Improvements	Depreciation
1 X DRIEHAUS ACTIVE INCOME F	262028855	---			7/12/2013	6/18/2014	25,885	25,741					0	0	0	0	0	0
2 X HARBOR ACTIVE INCOME F	262028855	---			10/12/2013	6/18/2014	11,125	11,042					0	0	0	0	0	0
3 X HARBOR CAPITAL APCTN	411511504				5/25/2011	10/9/2013	6,349	4,866					0	0	0	0	0	0
4 X HARBOR CAPITAL APCTN	411511504				11/19/2012	1/16/2014	3,927	2,835					0	0	0	0	0	0
5 X HARBOR CAPITAL APCTN	411511504				5/25/2011	1/16/2014	9,948	6,784					0	0	0	0	0	0
6 X HARBOR CAPITAL APCTN	411511504				21/12/2013	6/18/2014	6,714	5,112					0	0	0	0	0	0
7 X HARBOR CAPITAL APCTN	411511504				4/2/2014	6/18/2014	5,133	4,931					0	0	0	0	0	0
8 X HARBOR CAPITAL APCTN	411511504				5/25/2011	6/18/2014	5,166	3,441					0	0	0	0	0	0
9 X ISHARES CORE S & P 500 ETC	46428730	---			8/9/2012	11/6/2014	3,336	2,531					0	0	0	0	0	0
10 X KALMAR GRW/W VAL SM CAP	483438305				2/11/2013	1/16/2014	5,421	4,126					0	0	0	0	0	0
11 X KEELEY SMALL CAP VAL FD	487300898				12/28/2010	1/16/2014	3,159	2,064					0	0	0	0	0	0
12 X KEELEY SMALL CAP VAL FD	487300898				12/28/2010	6/18/2014	26,463	16,914					0	0	0	0	0	0
13 X KEELEY SMALL CAP VAL FD	487300898				8/26/2011	6/18/2014	10,576	5,981					0	0	0	0	0	0
14 X LAUDUS MONDRIAN INTL F	51855Q655				10/20/2011	4/22/2014	32,480	36,558					0	0	0	0	0	0
15 X LAUDUS MONDRIAN INTL F	51855Q655				2/14/2012	1/16/2014	1,680	1,806					0	0	0	0	0	0
16 X LAUDUS MONDRIAN INTL F	51855Q655				7/12/2013	4/22/2014	4,685	4,594					0	0	0	0	0	0
17 X LAUDUS MONDRIAN INTL F	51855Q655				1/21/2014	4/22/2014	4,685	4,565					0	0	0	0	0	0
18 X MFS VALUE FUND-CLASS L	552986394				2/14/2012	1/16/2014	6,750	4,888					0	0	0	0	0	0
19 X MERGER FUND SH/BEN INTL F	569509108				10/20/2011	6/18/2014	8,393	8,057					0	0	0	0	0	0
20 X ASG GLOBAL ALTERNATIVES	638721885				10/17/2013	1/16/2014	2,303	2,324					0	0	0	0	0	0
21 X ASG GLOBAL ALTERNATIVES	638721885				7/12/2013	1/16/2014	7,815	7,869					0	0	0	0	0	0
22 X ASG GLOBAL ALTERNATIVES	638721885				7/12/2013	1/16/2014	10,475	10,660					0	0	0	0	0	0
23 X DREYFUS EMG MKT DEBT LO	61980494				8/10/2013	10/8/2013	27,301	28,145					0	0	0	0	0	0
24 X ARTISAN MID CAP FUND-INS	04314H600				10/10/2013	10/8/2013	5,776	5,552					0	0	0	0	0	0
25 X ARTISAN MID CAP FUND-INS	04314H600				7/12/2013	4/22/2014	139	131					0	0	0	0	0	0
26 X DREYFUS EMG MKT DEBT LO	04314H600				4/22/2013	1/16/2014	11,476	9,598					0	0	0	0	0	0
27 X DREYFUS EMG MKT DEBT LO	04314H600				2/14/2012	10/10/2013	918	925					0	0	0	0	0	0
28 X CREDIT SUISSE COMM RET'S	22544R305				8/26/2011	10/9/2013	16,909	21,668					0	0	0	0	0	0
29 X AQR MANAGED FUTURE'S ST	00203H859				7/12/2013	10/9/2013	17,987	18,627					0	0	0	0	0	0
30 X ARTISAN INTERNATIONAL	04314H204				8/28/2011	1/16/2014	10,453	7,079					0	0	0	0	0	0
31 X CREDIT SUISSE COMM RET'S	22544R305				8/26/2011	4/22/2014	7,362	8,809					0	0	0	0	0	0
32 X DREYFUS EMG MKT DEBT LO	261980494				2/10/2012	1/16/2014	5,683	5,644					0	0	0	0	0	0
33 X CREDIT SUISSE COMM RET'S	22544R305				8/28/2011	10/12/2014	10,120	12,312					0	0	0	0	0	0
34 X DREYFUS EMG MKT DEBT LO	261980494				12/28/2010	6/18/2014	13,795	13,614					0	0	0	0	0	0
35 X CREDIT SUISSE COMM RET'S	22544R305				2/14/2012	10/20/2011	6,180	4,286					0	0	0	0	0	0
36 X CREDIT SUISSE COMM RET'S	22544R305				8/10/2012	1/16/2014	11,739	12,713					0	0	0	0	0	0
37 X DIAMOND HILL LONG-SHORT	25264S833				8/10/2012	1/16/2014	2,992	1,806					0	0	0	0	0	0
38 X DRIEHAUS ACTIVE INCOME F	256206103				2/11/2013	1/16/2014	9,070	9,019					0	0	0	0	0	0
39 X DODGE & COX INTL STOCK F	256206103				3/17/2010	10/9/2013	1,457	1,203					0	0	0	0	0	0
40 X DODGE & COX INTL STOCK F	256206103				10/9/2008	10/9/2013	1,058	1,032					0	0	0	0	0	0
41 X DODGE & COX INTL STOCK F	256206103				9/11/2008	10/9/2013	3,132	2,571					0	0	0	0	0	0
42 X DODGE & COX INTL STOCK F	256206103				9/11/2008	1/16/2014	4,170	3,162					0	0	0	0	0	0
43 X DODGE & COX INTL STOCK F	256206103				12/17/2009	1/16/2014	2,551	1,867					0	0	0	0	0	0
44 X DODGE & COX INCOME FD	256206103				2/11/2013	1/16/2014	8,409	9,544					0	0	0	0	0	0
45 X DRIEHAUS ACTIVE INCOME F	256206103				2/11/2013	1/16/2014	12,676	12,622					0	0	0	0	0	0
46 X DRIEHAUS ACTIVE INCOME F	256206103				7/12/2013	1/16/2014	11,882	11,805					0	0	0	0	0	0
47 X OPPENHEIMER DEVELOPING	683974505				5/25/2011	10/9/2013	13,293	12,645					0	0	0	0	0	0
48 X OPPENHEIMER DEVELOPING	683974505				2/11/2013	6/18/2014	3,857	3,573					0	0	0	0	0	0
49 X PIMCO TOTAL RET FD-INST#	683389070				5/10/2012	1/16/2014	2,210	2,310					0	0	0	0	0	0
50 X PIMCO TOTAL RET FD-INST#	683389070				10/11/2012	1/16/2014	8,489	4,108					0	0	0	0	0	0
51 X PIMCO TOTAL RET FD-INST#	683389070				4/2/2014	6/18/2014	10,226	10,151					0	0	0	0	0	0
52 X RIDGEWORTH SEIX HY BD-#	77957P105				2/14/2012	1/16/2013	1,775	1,762					0	0	0	0	0	0
53 X RIDGEWORTH SEIX HY BD-#	77957P105				2/11/2013	1/16/2014	15,105	15,411					0	0	0	0	0	0
54 X RIDGEWORTH SEIX HY BD-#	77957P105				10/11/2013	1/16/2014	2,811	2,863					0	0	0	0	0	0
55 X RIDGEWORTH SEIX HY BD-#	77957P105				5/23/2011	1/16/2014	29,384	27,952					0	0	0	0	0	0
56 X VANGUARD FTS EEMERGING	922042858				12/28/2010	10/9/2013	36,158	34,051					0	0	0	0	0	0
57 X VANGUARD FTS EEMERGING	922042858				2/7/2013	1/16/2014	13,968	15,523					0	0	0	0	0	0
58 X T ROWE PRICE SHORT TERM	77957P105				12/28/2010	1/16/2014	14,314	14,464					0	0	0	0	0	0
59 X T ROWE PRICE SHORT TERM	77957P105				2/11/2013	4/22/2014	3,964	3,904					0	0	0	0	0	0
60 X T ROWE PRICE SHORT TERM	77957P105				2/11/2013	6/18/2014	10,016	10,120					0	0	0	0	0	0
61 X SPDR D/LWLSHIRE INTRNA	78463X863				5/23/2011	1/16/2014	2,630	2,379					0	0	0	0	0	0
62 X RIDGEWORTH SEIX HY BD-#	77957P105				12/28/2010	10/9/2013	13,271	15,216					0	0	0	0	0	0
63 X VANGUARD FTS EEMERGING	922042858				2/7/2013	1/16/2014	13,968	15,523					0	0	0	0	0	0
64 X VANGUARD FTS EEMERGING	922042858				12/28/2010	1/16/2014	16,026	13,023					0	0	0	0	0	0
65 X VANGUARD RET VPER	922290853				10/9/2013	4/22/2014	5,041	4,604					0	0	0	0	0	0
66 X VANGUARD RET VPER	922290853				12/28/2010	4/22/2014	432	320					0	0	0	0	0	0
67 X VANGUARD FTS EEMERGING	922290853				12/28/2010	4/22/2014	1,865	2,350					0	0	0	0	0	0
68 X VANGUARD RET VPER	922290853				11/19/2012	4/22/2014	288	250					0	0	0	0	0	0

**Part I, Line 16b (990-PF) - Accounting Fees**

		1,918	0	0	1,918
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,918			1,918

**Part I, Line 16c (990-PF) - Other Professional Fees**

	1,784	0	0	1,784
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 GRANT ADMIN FEES	1,784			1,784

**Part I, Line 18 (990-PF) - Taxes**

	2,076	442	0	0
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1 FOREIGN TAX WITHHELD	442	442		
2 PY EXCISE TAX DUE	667			
3 ESTIMATED EXCISE PAYMENTS	967			

**Part II, Line 13 (990-PF) - Investments - Other**

			1,669,041	1,610,790	1,874,735
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	SEE ATTACHED			1,610,790	1,874,735

### **Part III (990-PF) - Changes in Net Assets or Fund Balances**

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#### **Line 5 - Decreases not included in Part III, Line 2**

<b>1</b>	<b>MUTUAL FUND TIMING DIFFERENCE</b>	<b>1</b>	<b>297</b>
<b>2</b>	<b>ROUNDING</b>	<b>2</b>	<b>4</b>
<b>3</b>	<b>Total</b>	<b>3</b>	<b>301</b>

Amount 21 ETG

Long Term CG Distributions		21,104	615,845	0	0	0	594,741	21,104	0	0	0	0
Short Term CG Distributions		0	0	0	0	0	0	0	0	0	0	0
Description of Property Sold												
1 DREIHAUSS ACTIVE INCOME FUND	CUSIP # 762028855	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus	Expense of Sale	Gain or Loss	F M V as of 12/31/69	144
2 DREIHAUSS ACTIVE INCOME FUND	282028855		7/12/2013	6/18/2014	25,885			25,741				0
3 DREIHAUSS ACTIVE INCOME FUND	10/1/2013				11,125			11,042				0
4 HARBOR CAPITAL AFRCTION-INST #20	411511504		5/25/2011	10/9/2013	6,349			4,886				0
5 HARBOR CAPITAL AFRCTION-INST #20	411511504		11/19/2012	11/6/2014	3,927			2,835				0
6 HARBOR CAPITAL AFRCTION-INST #20	411511504		11/6/2011	6/18/2014	9,948			6,734				0
7 HARBOR CAPITAL AFRCTION-INST #20	411511504		2/11/2013	6/18/2014	6,714			5,112				0
8 HARBOR CAPITAL AFRCTION-INST #20	411511504		6/18/2014	6/18/2014	5,133			4,931				0
9 HARBOR CAPITAL AFRCTION-INST #20	411511504		5/25/2011	6/18/2014	5,168			3,441				0
10 SHARES CORE S & P 500 EFT	482872010		8/6/2012	1/16/2014	3,398			2,531				0
11 KEELEY SMALL CAP VAL FD CL #2251	487300808		12/26/2013	1/16/2014	5,421			4,126				0
12 KEELEY SMALL CAP VAL FD CL #2251	487300808		8/28/2011	6/18/2014	3,159			2,084				0
13 KEELEY SMALL CAP VAL FD CL #2251	487300808		8/28/2011	6/18/2014	10,576			6,634				0
14 LAUDIUS MONDRIAN INTL FININST #2840	518505655		4/22/2011	12/20/2011	32,460			1,806				0
15 LAUDIUS MONDRIAN INTL FININST #2840	518505655		2/14/2012	4/22/2014	1,680			-128				0
16 LAUDIUS MONDRIAN INTL FININST #2840	518505655		4/22/2014	4/22/2014	4,685			1,806				0
17 LAUDIUS MONDRIAN INTL FININST #2840	518505655		1/21/2014	4/22/2014	4,685			4,685				0
18 MFS VALUE FUND-CLASS #8833	592383584		2/14/2012	1/16/2014	6,759			4,889				0
19 MERGER FD SH INTR 21260	605930108		10/20/2011	6/18/2014	6,393			3,366				0
20 MFS GLOBAL ALTERNATIVES-Y #18993	638717885		10/1/2013	1/16/2014	2,303			2,324				0
21 MFS GLOBAL ALTERNATIVES-Y #18993	638717885		7/12/2013	6/18/2014	7,815			7,889				0
22 MFS GLOBAL ALTERNATIVES-Y #18993	638717885		7/12/2013	6/18/2014	10,475			10,880				0
23 DREYFUS EMG MKT DEBT FD CL #4015	201808454		10/10/2012	10/10/2013	27,301			28,145				0
24 ARTISAN MID CAP FUND-CLASS #1323	041149460		7/12/2013	5/10/2013	5,776			5,552				0
25 ARTISAN MID CAP FUND-CLASS #1323	041149460		7/12/2013	4/22/2014	139			131				0
26 DREYFUS EMG MKT DEBT-LOC-C #4015	261980454		2/11/2013	4/22/2014	11,470			9,599				0
27 DREYFUS EMG MKT DEBT-LOC-C #4015	261980454		2/11/2012	10/10/2013	9,118			9,225				0
28 CREDIT SUISSE COMM RET ST-1 #2156	255448305		8/26/2011	10/9/2013	16,909			21,668				0
29 AOR MANAGED COMMODITY FUND-LOC-C #2156	255448305		7/12/2013	6/18/2014	17,987			18,627				0
30 ARTISAN INTERNATIONAL FUND #361	0431149204		8/26/2011	10/9/2013	10,453			7,078				0
31 CREDIT SUISSE COMM RET ST-1 #2156	255448305		8/26/2011	4/22/2014	7,382			3,374				0
32 DREYFUS EMG MKT DEBT FD CL #4015	201808454		2/11/2012	6/18/2014	5,683			4,448				0
33 CREDIT SUISSE COMM RET ST-1 #2156	255448305		8/26/2011	4/22/2014	5,683			5,644				0
34 DREYFUS EMG MKT DEBT-LOC-C #4015	261980454		2/12/2010	10/12/2013	10,120			12,121				0
35 CREDIT SUISSE COMM RET ST-1 #2156	255448305		2/14/2012	6/18/2014	13,955			13,944				0
36 CREDIT SUISSE COMM RET ST-1 #2156	255448305		2/14/2012	6/18/2014	4,286			4,286				0
37 DIAMOND HILL LONG-SHORT LOC #225845833	225845833		10/20/2011	6/18/2014	11,739			12,713				0
38 DREIHAUSS ACTIVE INCOME FUND	262028855		2/11/2013	6/18/2014	2,096			2,006				0
39 DODGE & COX INTRNL STOCK FD #1144	4015		2/11/2013	6/18/2014	9,070			9,019				0
40 DODGE & COX INTRNL STOCK FD #1144	4015		3/17/2010	10/6/2013	1,457			1,203				0
41 DODGE & COX INTRNL STOCK FD #1144	4015		3/17/2010	10/6/2013	1,056			1,032				0
42 DODGE & COX INTRNL STOCK FD #1144	4015		9/17/2010	10/6/2013	3,132			2,571				0
43 DODGE & COX INTRNL STOCK FD #1144	4015		9/17/2010	10/6/2014	4,251			3,162				0
44 DODGE & COX INCOME FD COM #147	256101015		12/17/2009	1/16/2014	2,551			1,861				0
45 DODGE & COX INCOME FD COM #147	256101015		2/11/2013	6/18/2014	6,406			6,544				0
46 DREIHAUSS ACTIVE INCOME FUND	262028855		2/11/2013	6/18/2014	12,676			12,622				0
47 OPPENHEIMER DEVELOPING MARKET #7	683387505		1/16/2013	1/16/2014	11,882			11,805				0
48 OPPENHEIMER DEVELOPING MARKET #7	683387505		5/25/2013	1/16/2014	13,293			12,845				0
49 INCMCO TOTAL RET FD-INST #35	683387505		2/11/2013	6/18/2014	3,957			3,573				0
50 INCMCO TOTAL RET FD-INST #35	683387505		5/10/2011	1/16/2014	2,210			2,310				0
51 INCMCO TOTAL RET FD-INST #35	683387505		10/17/2013	1/16/2014	4,085			4,108				0
52 INCMCO TOTAL RET FD-INST #35	683387505		4/24/2014	4/22/2014	10,226			10,151				0
53 RIDGEWORTH SEXY BD #3855	786287845		10/17/2013	6/18/2014	17,775			17,622				0
54 RIDGEWORTH SEXY BD #3855	786287845		7/12/2013	6/18/2014	15,105			15,411				0
55 RIDGEWORTH SEXY BD #3855	786287845		10/9/2013	6/18/2014	2,811			2,863				0
56 RIDGEWORTH SEXY BD #3855	786287845		8/26/2014	1/16/2014	29,384			27,952				0
57 RIDGEWORTH SEXY BD #3855	786287845		8/26/2014	1/16/2014	36,156			34,051				0
58 ROWE PRICE SHORT TERM BD #45	779371P05		4/22/2014	4/22/2014	12,105			12,105				0
59 ROWE PRICE SHORT TERM BD #45	779371P05		2/11/2013	4/22/2014	13,775			13,775				0
60 ROWE PRICE SHORT TERM BD #779371P05	779371P05		7/12/2013	6/18/2014	15,105			15,411				0
61 ROWE DJ WILSHIRE INTERNATIONAL RI 754632683			10/17/2013	6/18/2014	2,811			2,863				0
62 VANGUARD FTSE EMERGING MARKET	922024888		8/26/2014	1/16/2014	13,271			13,271				0
63 VANGUARD FTSE EMERGING MARKET	922024888		12/26/2013	1/16/2014	13,968			15,523				0
64 VANGUARD FTSE EMERGING MARKET	922024888		12/26/2013	1/16/2014	16,026			16,026				0
65 VANGUARD RETI VIBER	922024888		10/25/2013	6/18/2014	5,041			4,604				0
66 VANGUARD RETI VIBER	922024888		12/26/2013	6/18/2014	4,432			3,904				0
67 VANGUARD RETI VIBER	922024888		11/19/2012	4/22/2014	2,500			2,020				0
68 VANGUARD RETI VIBER	922024888		11/19/2012	4/22/2014	2,500			2,500				0

**Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers**

Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
Wells Fargo Bank N A Trust Tax	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	29,299		0

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	<u>Date</u>	<u>Amount</u>
1	1	0
2 Credit from prior year return	12/10/2013	2 242
2 First quarter estimated tax payment	1/9/2014	3 242
3 Second quarter estimated tax payment	4/10/2014	4 242
4 Third quarter estimated tax payment	7/9/2014	5 241
5 Fourth quarter estimated tax payment		6
6 Other payments		
7 Total		7 967

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	31,741
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	31,741

TW SIDNEY J HARRIS

22-6455160

**990PF, PART VII-A LINE 8B - EXPLANATION OF NON-FILING WITH A.G. STMT**

NJ does not require a copy of Form 990-PF to be filed if gross contributions are less than \$10,000

Security Type	CUSIP	Asset Name	FMV	Fed Cost
Invest - Other	22-6455160 04314H204	ARTISAN INTERNATIONAL FUND #661	97,106.28	68,361.73
Invest - Other	22-6455160 04314H600	ARTISAN MID CAP FUND-INS #1333	72,744.99	60,192.96
Invest - Other	22-6455160 22544R305	CREDIT SUISSE COMM RET ST-1 #2156	56,359.25	60,488.87
Invest - Other	22-6455160 25264S833	DIAMOND HILL LONG-SHORT FD CL #11	39,643.87	27,967.27
Invest - Other	22-6455160 256206103	DODGE & COX INT'L STOCK FD #1048	97,298.33	54,897.13
Invest - Other	22-6455160 256240105	DODGE & COX INCOME FD COM #147	127,381.00	117,151.06
Invest - Other	22-6455160 261980494	DREYFUS EMG MKT DEBT LOC C-I #6033	48,924.70	48,024.15
Invest - Other	22-6455160 261980668	DREYFUS INTERNATL BOND FD CL I #6094	43,740.84	43,409.47
Invest - Other	22-6455160 262028855	DRIEHAUS ACTIVE INCOME FUND	39,105.27	38,284.02
Invest - Other	22-6455160 277943728	EATON VANCE GLOBAL MACRO I #0088	28,522.22	29,107.42
Invest - Other	22-6455160 315940702	FD ADV EMER MKTS INC- CL I #607	30,600.74	28,978.95
Invest - Other	22-6455160 339181200	JP MORGAN MID CAP VALUE-I #758	73,575.85	54,257.56
Invest - Other	22-6455160 411511504	HARBOR CAPITAL APRCTN-INST #2012	119,534.19	75,526.62
Invest - Other	22-6455160 4644287200	ISHARES CORE S & P 500 ETF	39,044.25	27,406.60
Invest - Other	22-6455160 4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	34,335.86	34,586.53
Invest - Other	22-6455160 483438305	KALMAR GR W/ VAL SM CAP-INS #4	35,255.50	31,073.45
Invest - Other	22-6455160 552983694	MFS VALUE FUND-CLASS I #893	115,560.43	86,088.44
Invest - Other	22-6455160 589509108	MERGER FD SH BEN INT #260	49,085.07	47,568.75
Invest - Other	22-6455160 63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	38,870.65	40,033.71
Invest - Other	22-6455160 64123R608	NEUBERGER BERMAN LONG SH-INS #1830	68,351.52	68,884.27
Invest - Other	22-6455160 67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	33,471.36	32,792.76
Invest - Other	22-6455160 683974604	OPPENHEIMER DEVELOPING MKT-I #799	98,107.85	87,088.11
Invest - Other	22-6455160 693390700	PIMCO TOTAL RET FD-INST #35	127,935.74	121,393.44
Invest - Other	22-6455160 693390882	PIMCO FOREIGN BD FD USD H-INST #103	44,545.66	41,700.08
Invest - Other	22-6455160 77957P105	T ROWE PRICE SHORT TERM BD FD #55	78,727.49	78,989.51
Invest - Other	22-6455160 77958B402	T ROWE PRICE INST FLOAT RATE #170	28,916.80	29,046.32
Invest - Other	22-6455160 78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	69,268.50	58,151.48
Invest - Other	22-6455160 863131705	STRATTON SM-CAP VALUE FD #37	35,493.26	37,417.75
Invest - Other	22-6455160 922042858	VANGUARD FTSE EMERGING MARKETS ETF	32,746.28	31,796.87
Invest - Other	22-6455160 922908553	VANGUARD REIT VIPER	70,480.90	50,194.68
		TOTAL OTHER INVESTMENTS	1,874,734.65	1,610,739.96
Savings & Temp Inv	22-6455160 VP0528308	FEDERATED TREAS OBL FD 68	82,330.14	82,330.14
Savings & Temp Inv	22-6455160 VP0528308	FEDERATED TREAS OBL FD 68	5,833.91	5,833.91
Cash			100.45	100.45
			88,264.50	88,264.50
		TOTAL ASSETS	1,962,999.15	1,699,054.46